



<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE		PAGE OF PAGES 1   8	
2. AMENDMENT/MODIFICATION NO <div style="text-align: center;">462</div>		3. EFFECTIVE DATE <div style="text-align: center;">See Block 16C</div>		4. REQUISITION/PURCHASE REQ. NO.		5. PROJECT NO. (If applicable)	
6. ISSUED BY CODE John F. Kennedy Space Center, NASA Procurement Office Kennedy Space Center, FL 32899				7. ADMINISTERED BY (If other than Item 6) CODE			
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and Zip Code)  Space Gateway Support, LLC 1980 N. Atlantic Ave, Suite 330 Cocoa Beach, FL 32931  <div style="text-align: center; font-size: 2em; opacity: 0.5;">DUPLICATE ORIGINAL</div>				9A. AMENDMENT OF SOLICITATION NO.			
				9B. DATED (SEE ITEM 11)			
				10A. MODIFICATION OF CONTRACT/ORDER NO. <div style="text-align: center;">NAS10-99001</div>			
				10B. DATED (SEE ITEM 13) <div style="text-align: center;">August 21, 1998</div>			
CODE		FACILITY CODE					
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods: (a) By completing Items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. <b>FAILURE OF YOUR ACKNOWLEDGEMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER.</b> If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
7. ACCOUNTING AND APPROPRIATION DATA (If required)							
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>							
A. THIS CHANGE ORDER IS ISSUED PURSUANT TO THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.							
B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).							
X C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: <b>FAR 52.243-2 Changes – Cost Reimbursement (AUG 1987) Alt II (APR 1984)</b>							
D. OTHER (Specify type of modification and authority)							
E. IMPORTANT: Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return <u>3</u> copies to the issuing office.							
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)							
The purpose of this modification is to definitize change Order 403 in the amount of (\$226,057) and to provide for an equitable adjustment for the implementation of decision packages 05b (Reduce SRMC design WLI in master planning), 10b (Reduce SRMC design workload indicator) and 13b (Reduce Construction Inspection). This modification completes definitization of change order 403 which was subsequently extended via change orders 422, 438, and 457.  This change revises Attachment J-12 Work Load Indicators, Article B-3, Contract Value; Article B-4, Award Fee; Article G-2 Contract Funding, as shown on the attached pages. All other terms and conditions of the contract remain unchanged.  The value of WLI 2.1.2 AF O&M Design Services annual baseline for projects is hereby revised from \$6.0M to \$3.05M. This change includes a reduction \$820K for CCR 07-38 and a reduction of \$2.13M from CCR 07-71 which was finalized via B-5 letter on 8-15-2007.  In consideration of the modification agreed to herein as complete equitable adjustment for the contractor's proposal for adjustment, the contractor hereby releases the government from any and all liability under this contract for further equitable adjustments attributable to such facts and circumstances giving rise to the proposal for adjustment.  *The contractor shall credit a future award fee voucher to reflect the decrease resulting from this modification for award fee period 17. Award fee adjusted for this period to reflect earned award fee percentage.							
15A. NAME AND TITLE OF SIGNER (Type or print) Victoria G. Lockard Director, Contracts				16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) Timothy M. Freeland Contracting Officer			
15B. CONTRACTOR/OFFEROR		15C. DATE SIGNED		16B. UNITED STATES OF AMERICA		16C. DATE SIGNED	
 (Signature of person authorized to sign)		31 Aug 07		 (Signature of Contracting Officer)		8-31-07	

**NAS10-99001**

**JOINT BASE OPERATIONS AND SUPPORT**

**CONTRACT**

**ATTACHMENT J-12**

**WORKLOAD INDICATORS**

**MOD 462**

The contractor shall provide a written statement certifying the accuracy of the workload data on an annual basis as of 30 September of each fiscal year. The first statement shall be no later than 30 September 2003.

WBS	Function	Workload Description or Document Title	Document Number (if Applicable)	Rev. Date
2.1.2	Design Specification Services	<ul style="list-style-type: none"> <li>* NASA Mastertext consisting of 75 database sections.</li> <li>* 74 NASA Mastertext sections written, changed or replaced.</li> <li>* 13 KSC local text sections written, changed or replaced.</li> <li>* 3,000 Technical support questions received.</li> <li>* 20 local industry meetings supported.</li> <li>* 2 CSI national conventions supported.</li> <li>* 2 NIBS-CCCB meetings.</li> <li>* AF O&amp;M Design Services annual baseline for projects valued at \$</li> <li>* 45 UFGS Merger</li> </ul>	MOD 205 MOD MOD 205	
2.1.3	Engineering and Construction Services	AF Construction Services Workload Indicator: * Approximate total annual costs of projects for which J-BOSC performs construction management services: \$1,500,000	(MOD 135)  MOD,	
2.1.3	Engineering and Construction Services			
2.1.3	Engineering and Construction Services			
2.1.3	Engineering and Construction Services			
2.1.3	Engineering and Construction Services		MOD 205	
2.2	Infrastructure			

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<b>ARTICLE B-3 CONTRACT VALUE</b>			
<b>Basic Period Sep 98-30 Sep 03</b>			
The contract value is summarized below:			
Contract Period	Estimated Cost	Available Award Fee*	Contract Value
Phase-In Period (FFP) (Sept 1998)	\$1,113,486		1,113,486
<b>Basic Period Thru 458</b>			
10/01/98-09/30/00	\$396,406,378	\$23,187,199	419,593,577
Neg. Cost Overrun MOD 135	\$9,200,000	\$0	9,200,000
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY99-FY00	\$405,606,378	\$23,187,199	428,793,577
(10/01/00-09/30/01)	\$215,635,118	\$13,106,768	228,741,886
Neg. Cost Overrun MOD 135	\$18,804,377	\$0	18,804,377
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY01	\$234,439,495	\$13,106,768	247,546,263
(10/01/01-09/30/02)	\$234,055,207	\$14,098,312	248,153,519
Neg. Cost Overrun MOD 135	\$19,865,904	\$0	19,865,904
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY02	\$253,921,111	\$14,098,312	268,019,423
(10/01/02-09/30/03)	\$247,365,902	\$15,357,411	262,723,313
Neg. Cost Overrun MOD 135	\$22,426,471	\$0	22,426,471
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY03	\$269,792,373	\$15,357,411	285,149,784
<b>TOTAL BASIC PERIOD</b>	<b>\$1,164,872,843</b>	<b>\$65,749,690</b>	<b>1,230,622,533</b>
<b>Option Period 1 Oct 03 - 30 Sept 04</b>			
<b>Option 1A</b>			
(10/01/03-09/30/04)	\$244,075,599	\$15,352,803	259,428,402
Neg. Cost Overrun MOD 135	\$22,135,767	\$0	22,135,767
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			0
Total FY04	\$266,211,366	\$15,352,803	281,564,169
<b>Option 3BA</b>			
(10/01/03-09/30/04)	\$2,322,030	\$185,762	2,507,792
<b>Option 5BA</b>			
(10/01/03-09/30/04)	\$321,092	\$25,687	346,779
<b>TOTAL OPTION 1A PERIOD</b>	<b>\$268,854,488</b>	<b>\$15,564,252</b>	<b>284,418,740</b>

<b>Option Period 1 Oct 04 - 30 Sept 06</b>			
<b>Contract Period</b>	<b>Estimated Cost</b>	<b>Available Award Fee*</b>	<b>Contract Value</b>
Options Thru Mod 458			
OPTION 1B			
(10/01/04-09/30/05)	\$278,763,190	\$17,058,749	295,821,939
Neg. Cost Overrun MOD 135	\$25,895,945	\$0	25,895,945
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			\$0
Total FY05	\$304,659,135	\$17,058,749	321,717,884
(10/01/05-09/30/06)	\$259,746,826	\$13,909,020	273,655,846
Neg. Cost Overrun MOD 135	\$29,101,654	\$0	29,101,654
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No.			\$0
Total FY06	\$288,848,480	\$13,909,020	302,757,500
Option 3BB			
10/01/04-09/30/05	\$2,391,149	\$191,292	2,582,441
10/01/05-09/30/06	\$2,477,883	\$198,231	2,676,114
Total Option 3BB	\$4,869,032	\$389,523	5,258,555
Option 5BB			
10/01/04-09/30/05	\$331,342	\$26,507	357,849
10/01/05-09/30/06	\$331,781	\$26,542	358,323
Total Option 5BB	\$663,123	\$53,049	716,172
TOTAL OPTION 1B Period	\$599,039,770	\$31,410,341	630,450,111
<b>Option Periods 1 Oct 06 - 30 Sep 08</b>			
<b>Contract Period</b>	<b>Estimated Cost</b>	<b>Available Award Fee*</b>	<b>Contract Value</b>
OPTION 1C			
(10/01/06-9/30/07)	\$245,530,409	\$14,211,928	259,742,337
Neg. Cost Overrun MOD 135	\$31,867,270	\$0	31,867,270
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No. 462	(\$103,043)	(\$8,006)	(111,049)
Total FY07	\$277,294,636	\$14,203,922	291,498,558
(10/01/07-9/30/08)	\$244,388,770	\$15,578,223	259,966,993
Neg. Cost Overrun MOD 135	\$33,448,837	\$0	33,448,837
Cost Overrun	\$0	\$0	0
Mod No. Cost Overrun			0
Mod No. 462	(\$106,489)	(\$8,519)	(115,008)
Total FY08	\$277,731,118	\$15,569,704	293,300,822

	<b>Option Periods 1 Oct 06 - 30 Sep 08 Cont.</b>		
Option 3BC			
10/01/06-09/30/07	\$2,539,810	\$203,185	2,742,995
10/01/07-09/30/08	\$2,621,598	\$209,728	2,831,326
Total Option 3BC	\$5,161,408	\$412,913	5,574,321
Option 4BB			
10/01/04-09/30/05	\$0	\$0	0
10/01/05-09/30/06	\$0	\$0	0
Total Option 4BB	\$0	\$0	0
Option 4BC			
10/01/06-09/30/07	\$0	\$0	\$0
10/01/07-09/30/08	\$0	\$0	\$0
Total Option 4BC	\$0	\$0	\$0
Option 5BC			
10/01/06-09/30/07	\$332,204	\$26,576	358,780
10/01/07-09/30/08	\$341,511	\$27,321	368,832
Total Option 5BC	\$673,715	\$53,897	727,612
<b>TOTAL OPTION 1C Period</b>	<b>\$560,860,877</b>	<b>\$30,240,436</b>	<b>591,101,313</b>
TOTAL CONTRACT			
VALUE SEP98-SEP08	\$2,593,627,978	\$142,964,719	\$2,736,592,697
*Earned fees for past periods plus the available fees for future periods			
Exercised options are moved above the Total Contract Value Line.			

**ARTICLE B-4 AWARD FEE**

The amount of award fee earned, if any, shall be determined in accordance with Section J, Attachment J-8, Award Fee Evaluation Plan, and other provisions of this contract as applicable. The following specifies by award fee period the amount of available award fee, the amount of earned award fee, and the award fee score.

AF P	BASIC PERIOD OF PERFORMANCE		Available Award Fee Through Mod 460	Total Award Fee For Mod 462	Adjusted Available Award Fee	Earned Award Fee Mod 460	Earned Award Fee Mod 462	Earned Award Fee	Award Fee Score and Mod
1	10/01/98	03/31/99	\$7,681,869		\$7,681,869	\$6,146,144		\$6,146,144	80% Mod 15
2	04/01/99	09/30/99	\$6,033,858		\$6,033,858	\$4,826,665		\$4,826,665	80% Mod 36
3	10/01/99	03/31/00	\$7,837,000		\$7,837,000	\$6,731,039		\$6,731,039	86% Mod 57
4	04/01/00	09/30/00	\$6,451,003		\$6,451,003	\$5,483,352		\$5,483,352	85% Mod 75
5	10/01/00	03/31/01	\$7,589,239		\$7,589,239	\$6,754,934		\$6,754,934	89% Mod 99
6	04/01/01	09/30/01	\$6,976,249		\$6,976,249	\$6,348,388		\$6,348,388	91%Mod118
7	10/01/01	03/31/02	\$5,863,642		\$5,863,642	\$5,336,408		\$5,336,408	91%Mod127
8	04/01/02	09/30/02	\$9,798,867		\$9,798,867	\$8,765,356		\$8,765,356	92%Mod147
9	10/01/02	03/31/03	\$8,121,627		\$8,121,627	\$7,634,968		\$7,634,968	94%Mod167
10	04/01/03	09/30/03	\$8,128,883		\$8,128,883	\$7,722,439		\$7,722,439	95%Mod194
11	10/01/03	03/31/04	\$7,899,317		\$7,899,317	\$7,583,343		\$7,583,343	96%Mod220
12	04/01/04	09/30/04	\$8,227,738		\$8,227,738	\$7,980,906		\$7,980,906	97%Mod248
13	10/01/04	03/31/05	\$9,790,689		\$9,790,689	\$9,105,655		\$9,105,655	93%Mod 283
14	04/01/05	09/30/05	\$8,979,160		\$8,979,160	\$8,170,894		\$8,170,894	91%Mod325
15	10/01/05	03/31/06	\$9,117,893		\$9,117,893	\$7,476,674		\$7,476,674	82%Mod350
16	04/01/06	09/30/06	\$8,039,999		\$8,039,999	\$6,657,119		\$6,657,119	82.8%Mod393
17	10/01/06	03/31/07	\$7,842,428	(\$1,189)	\$7,841,239	\$6,273,940	(\$951)	\$6,272,989	80%Mod430
18	04/01/07	09/30/07	\$8,167,748	(\$7,055)	\$8,160,693				
19	10/01/07	03/31/08	\$7,896,940	(\$4,224)	\$7,892,716				
20	04/01/08	09/30/08	\$7,918,331	(\$4,295)	\$7,914,036				
<b>GRAND TOTAL</b>			<b>\$158,362,480</b>	<b>(\$16,763)</b>	<b>\$158,345,717</b>		<b>(\$951)</b>	<b>\$142,964,718</b>	<b>Earned &amp; Available</b>

ARTICLE G-2		CONTRACT FUNDING				
Pursuant to FAR Clause 52.232.22, Limitation of Funds, funds presently allotted to this contract and the period through which they are estimated to be adequate are specified in the table below:						
The below table is created with the beginning values based on modification 371						
					Total	
			Funded	Funded	Funded	ADEQUATE
As of MOD	Contract Value		Cost	Fee	Cost/Fee	THROUGH
Subtotal as						
of Mod 371	\$2,807,573,014	\$2,031,284,171	\$163,520,197	\$ 2,194,804,368	12/8/2006	
374	\$462,548					
376		\$3,239,869	\$259,190.00	\$ 3,499,059	12/15/2006	
377	\$244,132					
378	(\$13,628,301)					
379	(\$2,553,358)					
383		\$45,590,925	\$3,647,274	\$ 49,238,199	3/20/2006	
384	\$121,375					
385	(\$703,275)					
388	\$207,277					
389		\$14,362,829	\$1,149,027	\$ 15,511,856	2/13/2007	
391	(\$1,384,405)					
392	\$1,494,374					
393	(\$1,391,489)					
397	(\$1,733,940)					
399		\$69,924,188	\$5,593,935	\$ 75,518,123	5/16/2007	
408		\$2,608,945	\$208,716	\$ 2,817,661	5/20/2007	
410	(\$1,412,377)					
413		\$24,615,995	\$1,969,280	\$ 26,585,275	6/21/2007	
417	\$479,010					
418	\$500,602					
420		\$27,867,048	\$2,229,364	\$ 30,096,412	7/27/2007	
426		\$111,683	\$8,935	\$ 120,618		
428	(\$16,020,850)					
429		\$10,173,418	\$813,873	\$ 10,987,291	8/10/2007	
430	(\$1,761,683)					
431	\$1,765,654					
435		\$761,649	\$60,932	\$ 822,581	8/11/2007	
436	\$4,550,101					
439		\$10,548,358	\$843,869	\$ 11,392,227	8/24/2007	
441	(\$310,070)					
443		\$1,063,268	\$85,061	\$1,148,329	8/27/2007	
447		\$10,671,518	\$853,721	\$11,525,239	9/10/2007	
450		\$6,446,229	\$515,698	\$6,961,927	9/18/2007	
452	\$42,440					
458	\$4,940,238					
459	(\$43,040,000)					
460	(\$1,622,263)					
461		\$9,128,989	\$730,319	\$ 9,859,308	9/24/2007	
462	(\$226,057)					
TOTAL	\$2,736,592,697	\$2,268,399,082	\$182,489,391	\$2,450,888,473		